

FILED  
CLERK'S OFFICE  
JAN 28 2005  
U.S. DISTRICT COURT  
DISTRICT OF MASS.  
UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF MASSACHUSETTS

CIVIL ACTION NO. 04-12629-RWZ

USGEN NEW ENGLAND, INC., a  
Subsidiary of NATIONAL ENERGY &  
GAS & GAS TRANSMISSION, INC.,  
f/k/a PG&E NATIONAL ENERGY  
GROUP, INC.,

Plaintiff,

v.

BENTLY NEVADA, LLC, f/k/a BENTLY  
NEVADA CORPORATION, LLC and  
BENTLY PRESSURIZED BEARING  
COMPANY, f/k/a BENTLY NEVADA  
CORPORATION,

Defendants

**AFFIDAVIT OF JEFFREY JARBOE**

I, Jeffrey Jarboe, being duly sworn, do hereby depose and state as follows upon my own personal knowledge and upon the books and records of Bently Pressurized Bearing Co., f/k/a Bently Nevada Corp. ("Bently Nevada") which are kept in and as part of the usual and ordinary course of business:

1. I am the President of Bently Nevada, and I have held this position since January 23, 2002.

2. Bently Nevada is a Nevada corporation with a principal place of business in Minden, Nevada. Bently Nevada was formed in October of 1961 and remains a privately held company. Bently Nevada changed its name on January 23, 2002 to Bently Pressurized Bearing Company.

3. On January 23, 2002, GE purchased the assets of Bently Nevada and transferred those assets to BN Corporation LLC, (now Bently Nevada LLC)(the "LLC"), which was formed for the purpose of receiving such assets.

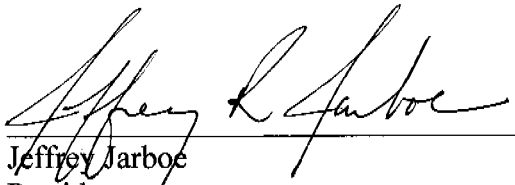
4. Bently Nevada maintained liability for all of its assets, including contracts, up to and through January 23, 2002.

5. I have read and am familiar with the Complaint of USGen New England, Inc. in the above-captioned matter. The Plaintiff's cause of action arises out of a contract in 2001 for parts and services related to the installation of a machinery protection system and machinery management system on a turbine generator at Salem Harbor Station in Salem, Massachusetts (the "Contract").

6. Bently Nevada, not the LLC, was a party to the Contract.

7. Bently Nevada issued a quotation for the parts and services required to perform the tasks set forth in the Contract. Bently Nevada received a purchase order from the Plaintiff dated August 23, 2001 to provide the parts and services for said project. Bently Nevada performed the work as requested in the purchase order on or about November, 2001. The Plaintiff subsequently issued demand letters to Bently Nevada seeking compensation for damages allegedly arising from the parts and services provided by Bently Nevada.

Signed and sworn under the pains and penalties of perjury this 27th day of January, 2005.

  
Jeffrey Jarboe  
President  
Bently Pressurized Bearing Co.  
1711 Orbit Way  
Minden, NV 89423

STATE OF NEVADA

January 27, 2005

On this date, before me, the undersigned notary public, personally appeared Jeffrey Jarboe, proved to me through satisfactory evidence of identification, which he is personally known to be the person whose name is signed on the preceding or attached document, and acknowledged to me that he signed it voluntarily for its stated purpose.

Theresa Lether, Notary Public  
My commission expires: 8 Aug 08

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